

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	07/02/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Penguin Acquisition, LLC		07/02/2007	LIMITED LIABILITY COMPANY: MARYLAND
RECEIVING PARTY DATA			
Name:	Huntington Bancshares Incorporated		
Street Address:	41 South High Street		
City:	Columbus		
State/Country:	OHIO		
Postal Code:	43287		
Entity Type:	CORPORATION: MARYLAND		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2706673	SKY INSURANCE	
CORRESPONDENCE DATA			
Fax Number:	(419)249-7151		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	419-249-7145		
Email:	schurr@marshall-melhorn.com		
Correspondent Name:	Donald A. Schurr		
Address Line 1:	Four SeaGate, Eighth Floor		
Address Line 4:	Toledo, OHIO 43604		
ATTORNEY DOCKET NUMBER:	M415000-17471001		
NAME OF SUBMITTER:	Donald A. Schurr		
Signature:	/Donald A. Schurr/		

CH \$40.00 2706673

Date:

04/28/2008

Total Attachments: 3

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PENGUIN ACQUISITION, LLC
(a Maryland limited liability company)

WITH AND INTO

HUNTINGTON BANCSHARES INCORPORATED
(a Maryland corporation)

THIS IS TO CERTIFY THAT:

FIRST: Huntington Bancshares Incorporated, a Maryland corporation ("Surviving Corporation"), and Penguin Acquisition, LLC, a Maryland limited liability company ("Merging Company"), agree to effect a merger of Merging Company with and into Surviving Corporation, upon the terms and conditions herein set forth (the "Merger").

SECOND: Surviving Corporation is a corporation formed under the laws of the State of Maryland and is the successor corporation in the Merger. The principal office of Surviving Corporation in the State of Maryland is located in Baltimore City.

THIRD: Merging Company is a limited liability company formed under the laws of the State of Maryland. The principal office of Merging Company in the State of Maryland is located in Baltimore City. Merging Company owns no interest in land in the State of Maryland.

FOURTH: The total number of shares of stock of all classes which Surviving Corporation has the authority to issue is 1,006,617,808 shares, par value \$.01 per share (the "Surviving Corporation Stock"), of which 1,000,000,000 shares are classified as common stock, par value \$.01 per share, and 6,617,808 shares are classified as serial preferred stock, par value \$.01 per share. The aggregate par value is \$10,066,178.

FIFTH: The percentages of membership interest of each class of membership interest of the Merging Company and the class of members and the respective percentage of membership interests in each class of membership interest are:

One class of common membership interest: 100% (the "Membership Interests").

SIXTH: At the Effective Time (as defined below), Merging Company shall be merged with and into Surviving Corporation; and, thereupon, Surviving Corporation shall possess any and all purposes and powers of Merging Company; and all leases, licenses, property, rights, privileges and powers of whatever nature and description of Merging Company shall be transferred to, vested in and devolved upon Surviving Corporation, without further act or deed, and all of the debts, liabilities, duties and obligations of Merging Company will become the

STATE OF MARYLAND
I hereby certify that this is a true and complete copy of the 3
page document on file in this office. DATE: 7/2/07
STATE DEPARTMENT OF REVENUE
TRADEMARK

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SEVENTH: At the Effective Time:

(a) Each Membership Interest outstanding immediately prior to the Effective Time shall automatically be canceled and retired and shall cease to exist, and no cash or other consideration shall be delivered or deliverable in exchange therefor; and

(b) Each share of Surviving Corporation Stock issued and outstanding immediately prior to the Effective Time shall remain issued and outstanding at the Effective Time.

EIGHTH: The terms and conditions of the Merger were duly advised, authorized and approved by the Surviving Corporation, in the manner and by the vote required by the laws of the State of Maryland and the charter of the Surviving Corporation, as follows:

(a) The Merger described in these Articles was advised, authorized and approved on substantially the terms and conditions set forth herein by at least a majority of the entire Board of Directors of the Surviving Corporation at a duly called and held meeting.

(b) Pursuant to Section 3-105 of the Maryland General Corporation Law, a vote of the stockholders of the Surviving Corporation is not required by the laws of the State of Maryland or the charter of the Surviving Corporation.

NINTH: The terms and conditions of the Merger were advised, authorized and approved by Merging Company in the manner and by the vote required by the laws of the State of Maryland and its operating agreement, as follows:

(a) The sole member of the Merging Company, by written consent filed with the minutes of the proceedings of the Merging Company, approved the Merger described in these Articles on substantially the terms and conditions set forth herein.

TENTH: The Merger shall become effective upon the acceptance for record of these Articles of Merger by the State Department of Assessments and Taxation of Maryland (the "Effective Time").


ELEVENTH: Each of the undersigned acknowledges these Articles to be the act and deed of the respective entity on whose behalf he or she has signed, and further, as to all matters or facts required to be verified under oath, each of the undersigned acknowledges that to the best of his or her knowledge, information and belief, these matters and facts relating to the entity on whose behalf he or she has signed are true in all material respects and that this statement is made under the penalties of perjury.

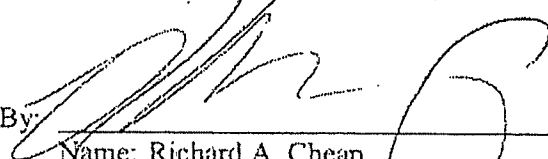
- signature page follows -

... by its authorized person, and by Huntington Bancshares Incorporated, by its Executive Vice President and attested by its Assistant Secretary.

WITNESS:


PENGUIN ACQUISITION, LLC,
a Maryland limited liability company

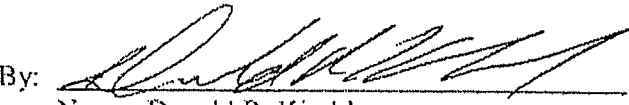

Name: Daniel W. Morton
Title: Assistant Secretary

By: 
Name: Richard A. Cheap
Title: Authorized Person

ATTEST:

HUNTINGTON BANCSHARES INCORPORATED,
a Maryland corporation


Name: Daniel W. Morton
Title: Assistant Secretary

By: 
Name: Donald R. Kimble
Title: Executive Vice President

[SIGNATURE PAGE TO ARTICLES OF MERGER]